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Attorneys for Defendants

IN THE UNITED STATES DISTRICT COURT

FOR THE DISTRICT OF HAWAII

WAYNE BERRY,	)	CIVIL NO. 07-00172 JMS LEK
	)	
Plaintiff,	)	<b>DEFENDANT DEUTSCHE BANK</b>
	)	<b>TRUST COMPANY AMERICAS</b>
vs.	)	<b>(FKA BANKERS TRUST</b>
	)	<b>COMPANY) AND JP MORGAN</b>
DEUTSCHE BANK TRUST	)	<b>CHASE BANK IN THEIR</b>
COMPANY AMERICAS (FKA	)	<b>SEPARATE CAPACITIES AND AS</b>
BANKERS TRUST COMPANY)	)	<b>AGENTS FOR THE PRE AND</b>
AND JP MORGAN CHASE BANK	)	<b>POST-PETITION LENDERS OF</b>
IN THEIR SEPARATE CAPACITIES	)	<b>FLEMING COMPANIES, INC.'S</b>
AND AS AGENTS FOR THE PRE	)	<b>APPLICATION TO ADMIT</b>
AND POST-PETITION LENDERS	)	<b>ANDREW P. DENATALE, ESQ.,</b>
OF FLEMING COMPANIES, INC.;	)	
DOES 1 TO 200,	)	

Defendants. ) **JONATHAN E. MOSKIN, ESQ.**  
              ) **AND F. WADE ACKERMAN, ESQ.**  
              ) **PRO HAC VICE; DECLARATION**  
              ) **OF LYLE S. HOSODA;**  
              ) **DECLARATION OF ANDREW P.**  
              ) **DENATALE; DECLARATION OF**  
              ) **JONATHAN E. MOSKIN;**  
              ) **DECLARATION OF F. WADE**  
              ) **ACKERMAN; ORDER**  
              ) **GRANTING APPLICATION FOR**  
              ) **PRO HAC VICE ADMISSION OF**  
              ) **ANDREW P. DENATALE,**  
              ) **JONATHAN E. MOSKIN, AND F.**  
              ) **WADE ACKERMAN**  
              )  
              )

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**DEFENDANT DEUTSCHE BANK TRUST COMPANY AMERICAS  
(FKA BANKERS TRUST COMPANY) AND JP MORGAN CHASE BANK  
IN THEIR SEPARATE CAPACITIES AND AS AGENTS FOR THE PRE  
AND POST-PETITION LENDERS OF FLEMING COMPANIES, INC.'S  
APPLICATION TO ADMIT ANDREW P. DENATALE, ESQ., JONATHAN  
E. MOSKIN, ESQ., AND F. WADE ACKERMAN, ESQ. PRO HAC VICE**

Defendants DEUTSCHE BANK TRUST COMPANY AMERICAS  
(FKA BANKERS TRUST COMPANY) and JP MORGAN CHASE BANK in  
their separate capacities and as agents for the pre and post-petition lenders of  
Fleming Companies, Inc. (collectively "Defendants"), by and through their  
undersigned attorneys, hereby respectfully apply to this Court for the admission of  
Andrew P. DeNatale, Esq. and Jonathan E. Moskin, Esq. of the law firm of White  
& Case, LLP and F. Wade Ackerman, Esq. of the law firm of Kirkland & Ellis,

LLP, to practice *pro hac vice* as co-counsel with the undersigned counsel in this matter.

This application is brought pursuant to LR 83.1(e) and LR 83.3 of the Local Rules of Practice for the United States District Court for the District of Hawaii, and is supported by the Declarations of Lyle S. Hosoda, Andrew P. DeNatale, Jonathan E. Moskin, and F. Wade Ackerman, which are attached hereto and incorporated herein by reference.

DATED: Honolulu, Hawaii, June 7, 2007.

/s/ Lyle S. Hosoda

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